

Fill in this information to identify the case:

United States Bankruptcy Court for the:

District of Delaware

(State)

Case number (if known): _____

Chapter

7☐ Check if this is an amended filingOfficial Form 201**Voluntary Petition for Non-Individuals Filing for Bankruptcy**

04/20

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's Name Healthe, Inc.

2. All other names debtor used in the last 8 years N/A

Include any assumed names, trade names, and *doing business as* names

3. Debtor's federal Employer Identification Number (EIN) 83-2511650

4. Debtor's address **Principal place of business** **Mailing address, if different from principal place of business**

800 Mary Louis Lane

Number Street

Number Street

P.O. Box

Kissimmee Florida 34744

City State Zip Code

City State Zip Code

Location of principal assets, if different from principal place of business

Osceola County

County

Number Street

City State Zip Code

5. Debtor's website (URL) www.healtheinc.com

6. Type of debtor ☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
☐ Partnership (excluding LLP)
☐ Other. Specify: _____

Debtor Healthe, Inc.
Name

Case number (if known) _____

7. Describe debtor's business**A. Check One:**

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☒ None of the above

B. Check all that apply:

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>. 3353

8. Under which chapter of the Bankruptcy Code is the debtor filing?**Check One:**

- ☒ Chapter 7
- ☐ Chapter 9
- ☐ Chapter 11. **Check all that apply:**

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,725,625. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ The debtor is a debtor as defined in 11 U.S.C. § 1182(1). Its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000 **and it chooses to proceed under Subchapter V of Chapter 11.** If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**

- ☒ No
- ☐ Yes.

District _____

When MM/DD/YYYY

Case number _____

District _____

When MM/DD/YYYY

Case number _____

If more than 2 cases, attach a separate list.

Debtor Healthe, Inc.
Name

Case number (if known) _____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?☒ No☐ Yes.

Debtor _____

Relationship Affiliate

District _____

List all cases. If more than 1, attach a separate list.

When _____

Case number, if known _____ MM / DD / YYYY

11. Why is the case filed in this district?*Check all that apply:*

- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?☒ No☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.**Why does the property need immediate attention? (Check all that apply.)**

- ☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard? _____

- ☐ It needs to be physically secured or protected from the weather.

- ☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

- ☐ Other _____

Where is the property?

Number Street

City State Zip Code

Is the property insured?☐ No☐ Yes. Insurance agency _____

Contact name _____

Phone _____

Statistical and administrative information**13. Debtor's estimation of available funds***Check one:*

- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

14. Estimated number of creditors (on a consolidated basis)

- | | | |
|---|--|--|
| <input type="checkbox"/> 1-49 | <input type="checkbox"/> 1,000-5,000 | <input type="checkbox"/> 25,001-50,000 |
| <input type="checkbox"/> 50-99 | <input type="checkbox"/> 5,001-10,000 | <input type="checkbox"/> 50,001-100,000 |
| <input type="checkbox"/> 100-199 | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input checked="" type="checkbox"/> 200-999 | | |

15. Estimated assets (on a consolidated basis)

- | | | |
|---|---|---|
| <input type="checkbox"/> \$0-\$50,000 | <input type="checkbox"/> \$1,000,001-\$10 million | <input type="checkbox"/> \$500,000,001-\$1 billion |
| <input type="checkbox"/> \$50,001-\$100,000 | <input checked="" type="checkbox"/> \$10,000,001-\$50 million | <input type="checkbox"/> \$1,000,000,001-\$10 billion |

Debtor	Healthe, Inc.		Case number (if known)	
Name				

	<input type="checkbox"/>	\$100,001-\$500,000	<input type="checkbox"/>	\$50,000,001-\$100 million	<input type="checkbox"/>	\$10,000,000,001-\$50 billion
	<input type="checkbox"/>	\$500,001-\$1 million	<input type="checkbox"/>	\$100,000,001-\$500 million	<input type="checkbox"/>	More than \$50 billion

16. Estimated liabilities (on a consolidated basis)	<input type="checkbox"/>	\$0-\$50,000	<input type="checkbox"/>	\$1,000,001-\$10 million	<input type="checkbox"/>	\$500,000,001-\$1 billion
	<input type="checkbox"/>	\$50,001-\$100,000	<input checked="" type="checkbox"/>	\$10,000,001-\$50 million	<input checked="" type="checkbox"/>	\$1,000,000,001-\$10 billion
	<input type="checkbox"/>	\$100,001-\$500,000	<input type="checkbox"/>	\$50,000,001-\$100 million	<input type="checkbox"/>	\$10,000,000,001-\$50 billion
	<input type="checkbox"/>	\$500,001-\$1 million	<input type="checkbox"/>	\$100,000,001-\$500 million	<input type="checkbox"/>	More than \$50 billion

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 12/10/2021
MM/ DD / YYYY

x

Signature of authorized representative of debtor

John Rajchert
Printed name

Title Chief Executive Officer

18. Signature of attorney

x

/s/ Domenic E. Pacitti
Signature of attorney for debtor

Date 12/10/2021
MM/DD/YYYY

Domenic E. Pacitti
Printed name

Klehr Harrison Harvey Branzburg LLP
Firm name

919 N. Market Street, Suite 1000
Number Street

Wilmington
City

(302) 426-1189
Contact phone

3989
Bar number

DE **19801-3062**
State ZIP Code

DPacitti@klehr.com
Email address

Delaware
State

**IN THE UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

In re:

Healthe, Inc.,

Debtor.

Chapter 7

Case No. 21-_____(____)

LIST OF EQUITY SECURITY HOLDERS¹

Name	Common (CS)	CS % owned	Series A Preferred (PA)	PA % owned	Series B Preferred (PB)	PB % owned	Series C Preferred (PC)	PC % owned	All Stock (Common and Preferred)	All Stock %
48SEP, LLC Attn Geoff Morell 2701 South Ocean Blvd, #44 Highland Beach, FL 33487			5,513	0.8885%					5,513	0.2286%
Adams, Benjamin P. and Allison C. 6218 30th St. North Arlington, VA 22207			5,513	0.8885%					5,513	0.2286%
Antosh, Stephen 3215 1st St. N. Arlington, VA 22201			13,230	2.1322%					13,230	0.5485%
Barkley, Matthew M. P.O. Box 1620 Tempe, AZ 85280			1,764	0.2843%					1,764	0.0731%
Brandin T. Cooks Revocable Living Trust Attn: Brandin Cooks 5550 Bonneville Rd. Hidden Hills, CA 91302			9,096	1.4659%					9,096	0.3771%
Bruner II, James Stephen 920 W New Hampshire Street Orlando, FL 32804			21,003	3.3849%					21,003	0.8707%
Canter, Daniel J 708 Alden Dr. Decatur, GA 30030			1,654	0.2666%					1,654	0.0686%
Edward M. McBride 249 Kent Pl. Blvd. Summit, NJ 07901			44,515	7.1741%	2,307	0.7315%	6,151	1.9265%	52,973	2.1961%
Fought, Connor K. 4509 Wetherill Rd Bethesda, MD 20816			1,654	0.2666%					1,654	0.0686%
George, Eric R. 126 Midway Dr. River Ridge, LA 70123			9,096	1.4659%					9,096	0.3771%
Gordon, Liran 9533 Reach Rd Potomac, MD 20854	2,529								2,529	0.1048%
Hammerstone Capital I, LLC Attn: Josh Deckard 1607 S. Lakeshore Dr FL 34231			13,782	2.2211%					13,782	0.5714%

¹ This list serves as the disclosure required to be made by the debtor pursuant to Rule 1007 of the Federal Rules of Bankruptcy Procedure. All equity positions listed indicate the record holder of such equity as of the date of commencement of the chapter 7 case.

Name	Common (CS)	CS % owned	Series A Preferred (PA)	PA % owned	Series B Preferred (PB)	PB % owned	Series C Preferred (PC)	PC % owned	All Stock (Common and Preferred)	All Stock %
Higgins, Matthew 720 Greenwich St., 2J New York, NY 10014			22,050	3.5536%					22,050	0.9141%
Higgins, Matthew 720 Greenwich St., 2J New York, NY 10014			22,051	3.5538%	61,538	19.5123%			83,589	3.4654%
J and B Global Enterprises, LLC Attn: Brian Hamlet 23 Fernwood Rd. Summit, NJ 07901			17,806	2.8696%	1,307	0.4144%	2,460	0.7324%	21,573	0.8944%
JJM Enterprises, LLC Attn: Jose Mallea, Manager 9731 Kendale Blvd. Miami, FL 33176			1,103	0.1778%					1,103	0.0457%
JMA Enterprises LLC Attn: John Allevato 3428 7th St. S. Arlington, VA 22204			1,103	0.1778%					1,103	0.0457%
Kori, Ajay 2125 14th Street NW, Apt 311 Washington, DC 20009			5,512	0.8883%					5,512	0.2285%
Lee, Khim 240 Robinwood Ln Hillsborough, CA 94010	26,048								26,048	1.0799%
Lighting Science Group Corp 1350 Division Rd., Suite 204 West Warwick, RI 02893	1,000,000		63,750	10.2741%					1,063,750	44.1008%
Matter, Brett 7 Dellwood Ave. Chatham, NJ 07928			17,806	2.8696%	1,307	0.4144%	2,460		21,573	0.8944%
Matter, Clinton 114 Hobart Avenue Summit, NJ 07901			13,354	2.1522%	1,307	0.4144%	1,845		16,506	0.6843%
Maxik, Fredric 52 Country Club Road Cocoa Beach, FL 32931			89,740	14.4627%					89,740	3.7204%
Meckstroth, David 3304 Cherryview Ct., North Bend, OH 45052	500								500	0.0207%
Morrell, Jarrett Michael 5205 Westwood Drive Bethesda, MD 20816			1,654	0.2666%					1,654	0.0686%
Morris, Abraham 700 Hideaway Bay Lane Longboat Key, FL 34228	111,250		25,989	4.1884%					137,239	5.6896%
Novus Ventures, LLC Attn: Lars Eller, Manager 1886 Metro Center Dr. Suite 620 Reston, VA 20190			11,025	1.7768%					11,025	0.4571%
Pacioretty, Maximilian 18 Night Song Way Los Vegas, NV 89135			5,513	0.8885%					5,513	0.2286%
Pinkston Group, Inc. Attn: Christian Pinkston 3110 Fairview Park Drive 14th Floor Falls Church, VA 22042			11,025	1.7768%					11,025	0.4571%
PK Products, Inc. Attn: Dominique Leroy 169 East Flagler Street Suite 1428 Miami, FL 33131			1,103	0.1778%					1,103	0.0457%

Name	Common (CS)	CS % owned	Series A Preferred (PA)	PA % owned	Series B Preferred (PB)	PB % owned	Series C Preferred (PC)	PC % owned	All Stock (Common and Preferred)	All Stock %
Porsgaard, Gitte and Hanset, Ebbe Bo Forchhammersvej, 3tv 920 Frederiksberg C Denmark			4,410	0.7107%					4,410	0.1828%
red5 Capital LLC Attn: Scott Tannen 8 Westminster Road Chatham, NJ 07928			22,051	3.5538%	1,461	0.4632%	3,048	0.9074%	26,560	1.1011%
S Goldman Holdings LLC Attn: Seth Goldman 955 Park Avenue #1E New York, NY 10028			1,654	0.2666%					1,654	0.0686%
Schmuck, Robert Edward 2000 Main Street, Unit 330 Santa Monica, CA 90405			1,654	0.2666%					1,654	0.0686%
Sevier Capital LLC Attn: Chris May 1401 New York Ave NW, Suite 700 Washington, DC 20005			3,376	0.5441%					3,376	0.1400%
SMR Revocable Trust u/a/d 12/12/13 Attn: Stephen M. Ross, Trustee 60 Columbus Circle New York, NY 10023			88,203	14.2150%	246,154	78.0497%			334,357	13.8617%
SMR Revocable Trust u/a/d 12/12/13 Attn: Stephen M. Ross, Trustee 60 Columbus Circle New York, NY 10023							319,285	95.0573%	319,285	13.2369%
SMR Revocable Trust u/a/d 12/12/13 Attn: Stephen M. Ross, Trustee 60 Columbus Circle New York, NY 10023			33,076	5.3306%					33,076	1.3713%
Stone, Nicholas J. 405 Kilvert St., Suite F Warwick, RI 02886							638		638	0.0265%
Tatanka, LLC Attn: Will Stroud 5949 Sherry Lane, Suite 960 Dallas, TX 75225A			17,641	2.8431%					17,641	0.7314%
Trafficant, James 9046 Swans Creek Way Lorton, VA 22079			11,025	1.7768%					11,025	0.4571%
Total Shares Outstanding	1,140,327		620,494		315,381		335,887		2,412,089	

Fill in this information to identify the case and this filing:	
Debtor Name	Healthe, Inc.
United States Bankruptcy Court for the:	District of Delaware
Case number (If known):	(State)

Official Form 202**Declaration Under Penalty of Perjury for Non-Individual Debtors**

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets-Real and Personal Property (Official Form 206A/B)*
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)*
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)*
- ☐ *Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)*
- ☐ *Schedule H: Codebtors (Official Form 206H)*
- ☐ *Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)*
- ☐ *Amended Schedule*
- ☐ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the [50] Largest Unsecured Claims and Are Not Insiders (Official Form 204)*
- ☒ Other document that requires a declaration **List of Equity Security Holders and Corporate Ownership Statement**

I declare under penalty of perjury that the foregoing is true and correct.

Executed on

12/10/2021
MM/ DD/YYYY



Signature of individual signing on behalf of debtor

John Rajchert

Printed name

Chief Executive Officer

Position or relationship to debtor

HEALTH, INC.

**UNANIMOUS WRITTEN CONSENT IN LIEU
OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS**

DECEMBER 10, 2021

The undersigned, being all of the members of the board of directors (the “Board”) of **Health, Inc.**, a Delaware corporation (the “Company”), hereby adopts the following resolutions by unanimous written consent (this “Consent”) in accordance with Section 141(f) of the General Corporation Law of the State of Delaware (the “DGCL”) and the bylaws of the Company (the “Bylaws”). The action taken by this Consent shall have the same force and effect as if taken by the undersigned at a meeting duly called and constituted pursuant to the DGCL and the Bylaws.

WHEREAS, the Board has evaluated the Company’s assets, liabilities and liquidity situation and the strategic alternatives available to the Company and has authorized such actions necessary or desirable to effect the commencement and completion of a proceeding under Chapter 7 of title 11 of the United States Code (the “Chapter 7 Proceeding”) and the liquidation of the Company;

WHEREAS, the Board has determined that the filing by the Company of a voluntary petition (the “Petition”) under chapter 7 of title 11 of the United States Code (the “Bankruptcy Code”) is in the best interests of the Company, its creditors and other parties in interest;

WHEREAS, the Board has the exclusive authority to authorize a bankruptcy filing, without any further action by the Company, pursuant to Sections 3.01 and 3.10 of the Bylaws; now therefore, it is:

RESOLVED, that the Company shall (a) file the Petition in the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”) and (b) execute, deliver and perform, such agreements and instruments and take such actions as necessary or desirable in connection with the Chapter 7 Proceeding and the liquidation of the Company;

RESOLVED, that any duly appointed officer of the Company (collectively, including, but not limited to, the Chief Executive Officer and the Chief Financial Officer, the “Authorized Officers”), acting alone or with one or more other Authorized Officers be, and each of them hereby is, authorized, empowered, and directed, in the name and on behalf of the Company, to execute, deliver, file and perform, such agreements and instruments and take such actions that are necessary or desirable in connection with the Chapter 7 Proceeding and the liquidation of the Company;

RESOLVED, that the Authorized Officers be, and each of them hereby is, authorized, directed and empowered, on behalf of and in the name of the Company, to (a) execute and verify the Petition and all other documents, pleadings, schedules, statements, lists, motions, affidavits, applications and other papers (the “Ancillary Documents”) necessary or desirable in connection with the Chapter 7 Proceeding, in such form as any of the Authorized Officers determines to be necessary or desirable (such determination to be conclusively established by the execution thereof), (b) cause the Petition and any Ancillary Documents to be filed with the Bankruptcy

Court, and (c) retain the firm of Klehr Harrison Harvey Branzburg LLP as bankruptcy counsel to the Company;

RESOLVED, that each of the Authorized Officers is authorized, directed and empowered, in the name of and on behalf of the Company, to take or cause to be taken any and all such further actions, to execute and deliver any and all such agreements, certificates, instruments and other documents and to pay all expenses, including filing fees, in each case as any of the Authorized Officers shall determine to be necessary or desirable in order to fully carry out the intent and accomplish the purposes of the foregoing resolutions and to effect the liquidation of the Company, the execution of any such document or the taking of such action to be conclusive evidence of such determination;

RESOLVED, that each of the Authorized Officers is hereby authorized, directed and empowered to amend, supplement or otherwise modify from time to time the terms of any documents, certificates, instruments, agreements, financing statements, notices, undertakings or other writings referred to in the foregoing resolutions;

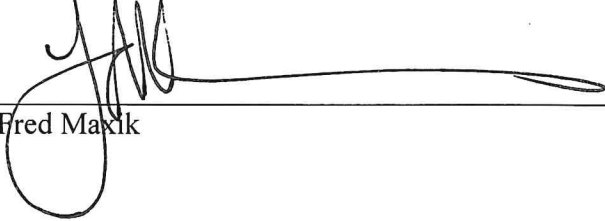
RESOLVED, that any and all actions heretofore taken by any of the Authorized Officers or the Board of the Company with respect to, and in contemplation of, the transactions contemplated by any of the foregoing resolutions are hereby ratified, approved, authorized and confirmed; and it is

RESOLVED, that facsimile or photostatic copies of signatures to this Consent shall be deemed to be originals and may be relied on to the same extent as the originals.

[Signature Page follows]

IN WITNESS WHEREOF, the undersigned have executed this Consent effective as of the day and year first written above.

BOARD OF DIRECTORS:



Fred Makik

Craig Cogut

Joel Haney

Dennis McGill



John Rajchert

*Constituting all of the members of the
Board of Directors of Healthe, Inc.*

IN WITNESS WHEREOF, the undersigned have executed this Consent effective as of the day and year first written above.

BOARD OF DIRECTORS:

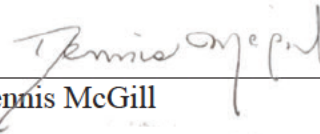
Fred Maxik



Craig Cogut



Joel Haney



Dennis McGill

John Rajchert

*Constituting all of the members of the
Board of Directors of Healthe, Inc.*